

X-MEN

MARVEL COMICS GROUP™

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# X-MEN™



CAN'T FIGHT HIM! HIS MAGIC.. BLASTING ME OUT OF THE SKY..!

OF COURSE! AM I NOT THE GREATEST SORCERER OF ALL?!



ALL OF YOU STAND AWAY.. FOR MARVEL GIRL IS MINE!!

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## THE MENACE OF MERLIN!



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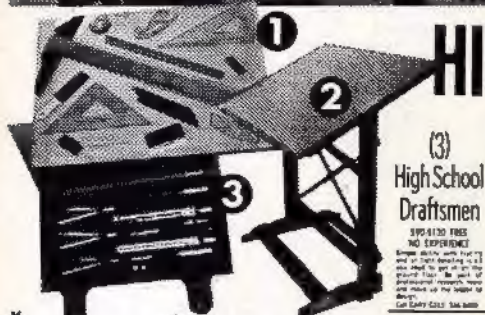
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**X-MEN! THE MOST UNUSUAL FIGHTING TEAM <sup>OF</sup> ALL TIME!**

# "THE MENACE OF MERLIN!"

**OUR PULSATIN' PRELUDE:**

RECUPERATING FROM THEIR BATTLE WITH THE SINISTER SUPER-ADAPTON (LAST ISH), THE X-MEN ARE ABOUT TO BEGIN AN OVERDUE SESSION IN THE DANGER ROOM, WHEN, SUDDENLY-- BUT, LOOK FOR YOURSELF!!

HEADS UP, MY COSTUMED COMPEERS! TELL THE BEWILDERED BEAST THAT HE ~~ISN'T~~ A VICTIM OF HALLUCINATIONS!

TELL ME THAT I DON'T BEHOLD A GIANT, GLOWING HAND MATERIALIZING FROM THIN AIR!

NO CAN DO, HANK! I SEE IT, TOO! AND, IT'S DRAWING US TO IT-- LIKE A MAGNET!

DON'T TRY TO FIGHT BACK, ANY OF YOU--NOT TILL WE FIND OUT WHAT WE'RE UP AGAINST!

BUT, WHAT KIND OF BEING COULD BE ATTACKING US THIS WAY-- AND WHY?

I DON'T KNOW-- BUT, I'VE GOT A HUNCH WE'RE GONNA FIND OUT-- AND FAST!

**BULLETIN FOR ART BUFFS:** SINCE WONDEROUS WERNER ROTH IS SO BUSY WORKING ON OUR NEXT SCINTILLATING STORY, WE GOT ANOTHER TITANIC TALENT TO FILL IN FOR HIM THIS ISH! (AND NOW, ON WITH OUR CUSTOMARY CONFUSING CREDITS!)

**STAN LEE,**  
EDITOR  
**ROY THOMAS,**  
SCRIPTER  
**JACK SPARLING,**  
DESIGNER  
**JOHN TARTAGLIONE,**  
DELINEATOR  
**ARTIE SIMEK,**  
LETTERER  
**IRV FORBUSH,**  
MANICURIST

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THE NEXT INSTANT, THE VERY **ATMOSPHERE** ITSELF SEEMS TO FORM AN UNYIELDING, **EBONY FUNNEL**... A FUNNEL THRU WHICH THE ASTONISHED MUTANTS ARE DRAWN--ABRUPTLY, **IRRESISTIBLY**...

THE HAND--OR WHATEVER IT IS--IS **RECEDING!** AND--IT'S PULLING US WITH IT!

WE'RE LIKE TINY CHIPS OF **WOOD**--CAUGHT IN THE GRIP OF A SURGING **CURRENT!**

JEAN--DON'T LET GO OF MY HAND! WE'VE ALL GOT TO STAY **TOGETHER**--NO MATTER WHAT!

I--I'M TRYING, WARREN! BUT, THE FORCE IS **UNBELIEVABLE!** I DON'T KNOW HOW LONG I CAN **HOLD ON!**

AND, AS IF IN ANSWER TO MARVEL GIRL'S DESPERATE WORDS, THE FANTASTIC **MAGNETIC** ATTRACTION SEEMS TO **VISIBLY INCREASE**, AND...

I'VE BEEN **WRENCHED** FREE OF THE ANGEL--

WARREN--USE YOUR **WINGS!** I CAN'T REACH YOU--!

IT'S NO GOOD, JEAN! MY WINGS ARE **USELESS** AGAINST SUCH POWER!

JUST **HANG ON!** WE'LL GET TO YOU SOMEHOW--I **SWEAR IT!**

IT'S PULLING JEAN MORE POWERFULLY THAN THE REST OF US--LIKE SHE'S THE ONE IT'S REALLY AFTER!

COULD **MAGNETO** BE BEHIND THIS?

COMPARED TO OUR **PRESENT** FOE, LAD, MAGNETO WAS AN APPARENT **AMATEUR!**

HOWEVER, BEFORE ANOTHER WORD CAN BE UTTERED, ANOTHER SYLLABLE **SPOKEN**...

THAT IMAGE OF A HAND HAS **RECEDED** EVEN **FARTHER**--BUT NOW, IT SEEMS TO HAVE **STOPPED!**

THE **BLACK MIST** SEEMS TO BE **SLOWLY FADING!** THRU IT, I CAN SEE **LIGHT**--AND **ROCKY HILLS!**

MUST FIND OUT WHERE OUR **UNSEEN CAPTOR** HAS **DRAWN** ME--THEN, MUST TRY TO **MENTALLY CONTACT** THE **PROFESSOR!**

BUT THEN, AS THE BLACKNESS AGAIN SURROUNDS HER...



PROFESSOR XAVIER! THE STRANGE FORCE CAUGHT YOU, TOO--!

THE WAY YOU'RE HOLDING YOUR HEAD! ARE YOU HURT--?

NO, JEAN-- BUT I'M SO TIRED! IT'S DIFFICULT... TO THINK...

HE SEEMS EXHAUSTED --AS IF HE'S BEEN THRU SOME TERRIFIC MENTAL STRUGGLE!

PROFESSOR-- YOU'VE GOT TO KEEP ALERT!

WE'RE IN THE GRIP OF SOME POWERFUL ENEMY... AND WE MUST BREAK FREE!

NOW I REMEMBER! I WAS WORKING IN THE LAB... AND SUDDENLY I FOUND MYSELF IN THIS VOID!

YES, MORTAL! --UNTIL I DECREE OTHERWISE! AND HERE YOU SHALL STAY--

THAT VOICE... FROM OUT OF NOWHERE--!

NOT FROM NOWHERE, JEAN! LOOK!

YES, JEAN GREY-- DO AS YOUR MORTAL MENTOR BIDS YOU! LOOK, AND BEHOLD MERLIN THE MAGICIAN--

NOW KNOWN FOR MY OWN PURPOSES AS-- THE WARLOCK!\*



SO--AT LAST WE MEET OUR ATTACKER FACE TO FACE!

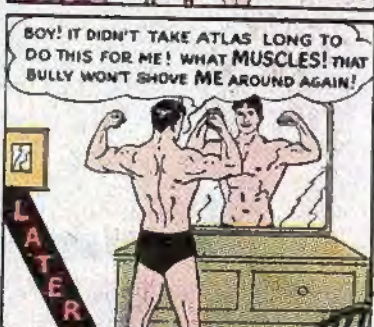
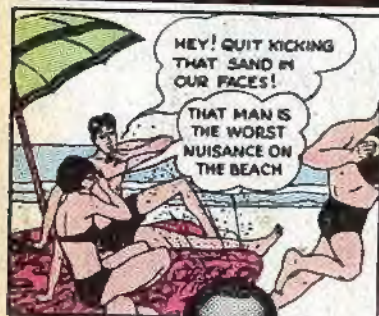
BUT HOW DID HE KNOW MY REAL NAME?

THERE ARE FEW THINGS ON HEAVEN OR EARTH, FEMALE, WHICH ARE UNKNOWN TO ONE WHO HAS DISCOVERED THE CONVEYED SECRET OF LIFE IMMORTAL!

FOR IT WAS MY POWER WHICH BROUGHT YOU BOTH HERE AGAINST YOUR WILLS --AS IT SHALL BE MY POWER WHICH SHALL SOON BE SUPREME OVER ALL THE EARTH!

\*NOPE, IT'S NOT THE SAME WORLD-SAVER NOW APPEARING IN HIS OWN BOOK (YOU NEVER REALLY THOUGHT IT WAS, DID YOU, TIGER?) -- STAN AND ROY

# THE INSULT THAT MADE A MAN OUT OF "MAC"



*Charles Atlas*

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## Let Me PROVE I Can Make YOU A NEW MAN!

ARE you "fed up" with seeing the huskies walk off with the best of everything? Sick and tired of being soft, frail, skinny or flabby — only HALF ALIVE? I know just how you feel. Because I myself was once a puny 97-pound "runt." And I was so ashamed of my scrawny frame that I dreaded being seen in a swim suit.

**The Secret of How I Got My Build**  
Then I discovered a wonderful way to develop my body fast. It worked wonders for me — changed me from the scrawny "runt" I was at 17, into "The World's Most Perfectly Developed Man." And I can build up YOUR body the very same natural way — without weights, springs or pulleys. Only 15 minutes a day of pleasant practice — in the privacy of your room.

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quick time. Let it help YOU. Not next month or next year — but Right NOW!

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| <input type="checkbox"/> Ironhard Stomach Muscles    | <input type="checkbox"/> More Magnetic Personality             |
| <input type="checkbox"/> Tireless Legs               | <input type="checkbox"/> More Weight—Solid—in the Right Places |
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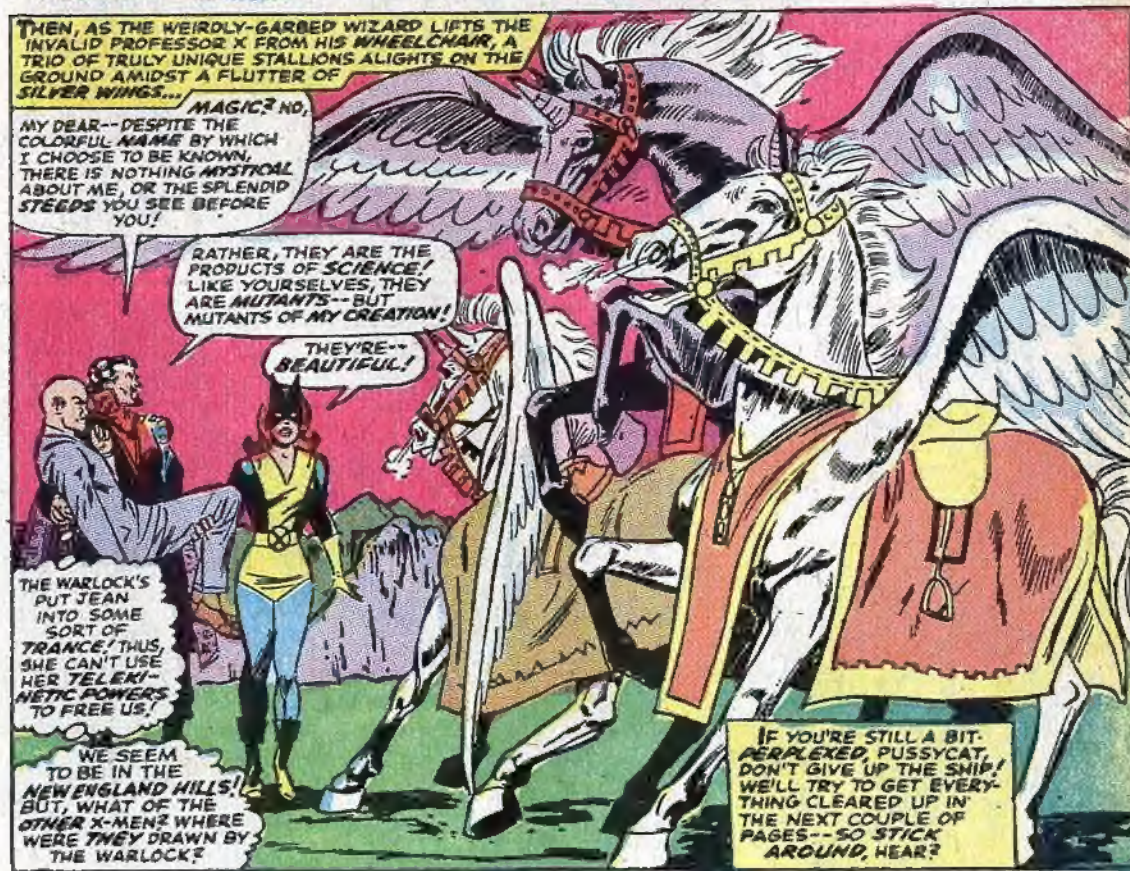
I enclose 10c. Please send me a copy of your famous book showing how "Dynamic-Tension" can make me a new man. 32 Pages, crammed with photographs, answers to vital health questions, and valuable advice. This does not obligate me in any way.

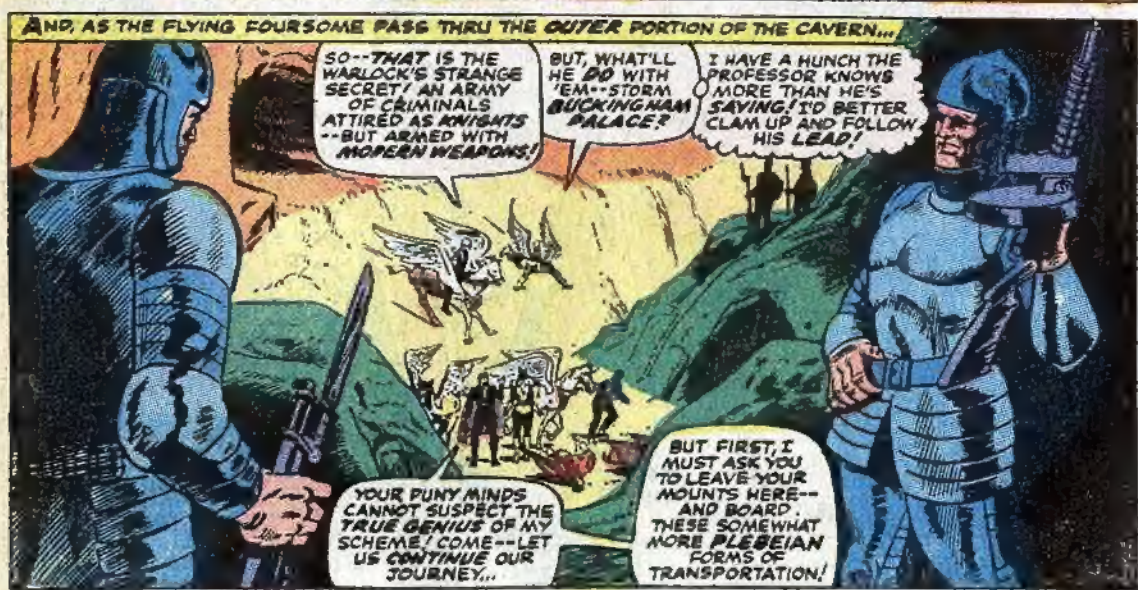
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SCANT SECONDS LATER, THE COLORFUL QUARTET ARE ON THE MOVE ONCE AGAIN...

WINGED HORSES-- AND NOW ONE-MAN HOVERCRAFT! WHAT'S BEHIND THIS BLENDING OF ANCIENT LEGEND AND MODERN SCIENCE, WARLOCK?

AH--I SEE YOUR CURIOSITY IS AROUSED, MY GOOD PROFESSOR!

BECAUSE IT PLEASES ME, I SHALL EXPLAIN MY MASTER PLAN TO YOU--WHEN WE ARRIVE AT MY...HEADQUARTERS!

UP AHEAD...I SEE LIGHT!

COME, PROFESSOR... AND BEHOLD A SIGHT THAT WILL DAZZLE EVEN YOUR HOMO SUPERIOR SENSES!

THE NEXT MOMENT, THE GRANDILOQUENT BOAST OF THE ENIGMATIC WARLOCK IS MADE GOOD, AS THE FOUR AIRBORNE FIGURES EMERGE UPON AN INCREDIBLE SCENE--A MADDENING, KALEIDOSCOPIC MIXTURE OF PAST AND PRESENT...A TIME-DEFYING WORLD THAT NEVER WAS...

WE'RE IN SOME MAMMOTH SUBTERRANEAN CAVERN--HEADING TOWARDS A FULL-SCALE REPLICAS OF A MEDIEVAL ENGLISH CASTLE!

EVEN MORE AMAZINGLY, THE RAMPARTS OF THE CASTLE ARE TOPPED WITH EARTH-TO-AIR MISSILES...POINTED TOWARDS MAN-MADE SHAFTS IN THE CAVERN WALL!

THAT'S NOT ALL! LOOK--THERE ARE SUB PENS BELOW!

AND--TAKE A PEEK AT ALL THAT RADAR EQUIPMENT! BUT, WHAT GOOD WILL IT DO DOWN HERE?

THOSE RADAR DEVICES HAVE BEEN MODIFIED, ANGEL--SO THAT THEY ARE NOW INTEGRAL PARTS OF MY ULTIMATE WEAPON!

FOR, WITH THAT WEAPON, I SHALL BRING MODERN MAN'S WORLD CRASHING DOWN AROUND HIM--AND USHER IN THE RULE OF...THE WARLOCK!

THERE'S THE BOSS--ON TIME, JUST LIKE HE SAID HE'D BE!

BUT, HE'S GOT SOME OF THEM MUTANT GUYS WITH 'IM! WHAT'S HE WANT THEM FOR?

I DON'T KNOW--BUT HE LOOKS LIKE HE'S GOT 'EM UNDER CONTROL!

AND, AS LONG AS HE PAYS US GOOD, I SURE AINT COMPLAININ'!

# PULSATING PRONOUNCEMENTS AND PERTINENT PROPAGANDA FROM THE PUNDITS WHO PLAY FOR FUN!

**ITEM!** No STAN LEE'S SOAPBOX this month, pilgrim! Turns out ol' Smiley feels he just about talked himself out last time around, with an awesome epistle which took up the length and breadth of the whole Bullpen page! Instead, our peerless new Publisher and erstwhile Editorial Director would prefer that we clue you in about some of the nifty new artists, writers, and phantasmagorical features we've got lined up for you this month and in the sun-splashed days to come! Ready? Then away we go...

**ITEM!** Biggest bombshell of all is the first fantastic issue of a comic-mag called **DOC SAVAGE, THE MAN OF BRONZE!** Unless you've been hiding in the wilds of Borneo, you recognize that name instantly as belonging to the old-time pulp-magazine hero who's been more popular than ever these past few years, as the super-star of a series of Bantam paperbacks—more than sixty to date, and still going strong. And now, mighty Marvel will be chronicling some of his greatest adventures in comic form! Doc's first ish was scripted by our spanking-new Editor **ROY THOMAS**, and drawn by the wildly-acclaimed team of **ROSS (Boss) ANDRU** and **Long JOHN SEVERIN**—and we've got a hunch that this is gonna be one of the biggies, right up there with rapturously-received newcomers like **HERO FOR HIRE**, **DRACULA**, **WEREWOLF BY NIGHT**, and **WAR-LOCK!** So get in on the ground floor with **DOC SAVAGE**, hear — and no getting off till we reach the 86th floor! (And, an artful aside to forestall about a zillion letters — yep, we've got **THE SHADOW** lined up for the weeks to come, also — so put away that crystal ball and start saving up your shekels, perspicacious one!)

**ITEM!** We've got some other fabulous firsts lined up for you this time, as well — but we'll let you read about them in the Checklist section! Meanwhile, just to prove we really mean it when we say that Marvel is on the move again, we've been busy digging up some talented new artists and writers to boggle your mind! Want a ferinstance or three? Well, try **Far-Out FRANK BRUNNER**, who teamed up with (ahem!) oldtimer **BARRY SMITH** on a recent **Dr. Strange** mini-saga, and who's slated for other things to boot!

Then of course there's Roisterous **RALPH REESE**, who helped us launch our new **JOURNEY INTO MYSTERY** mag, now on sale; the irreverent **BILLY GRAHAM**, who's polishing the pencils on the latest **Luke Cage** landmark; Mad-cap **MIKE TRIMPE**, who's been helping brother **HERBIE** splash India ink on the latest **Ant-Man** extravaganzas — and this doesn't even count "Duke" **WAYNE BORING**, one of comicdom's potent pioneers, whose recent **Captain Marvel** return marks his first (but hopefully not his last) outing for the **House of Ideas!** Nope, we're not putting the **ROMITAS** and the **BUSCEMAS** and the rest of the Bullpen out to pasture — far from it! Rather, we plan to combine the best of the "old" with the best of the "new" — as miraculous Marvel picks up steam-roller speed on its breakthrough path to greatness! You come too....

**ITEM!** You've probably noticed the name **GEORGE ALEC EFFINGER** popping up on a tale or two of late, and wondered who (or what) he is! Well, he's an old crony and colleague of none other than **Merry GERRY CONWAY** — and he's a talented fantasy author in his own right! If you don't believe us, just fall by your local bookstore, which should now be displaying George's first hardbound s-f novel, which has the unlikely title **What Entropy Means to Me**. (And if you think the title is way-out, wait'll you read the book itself!) Okay, G.A. — that's plug enough for one issue! Welcome aboard — but the first time you miss a deadline, we're gonna tell the whole wide world how you got the nickname "Piglet"! 'Nuff said?

**ITEM!** And, if the rest of you wanna know what else **STAN**, **ROY**, and the Bullpen Gang have in store for you — sneak a peek at the snappy subliminal-type messages we've sprinkled around the various mags this month! Getting there is half the fun, **Flame-Keeper!** Peace!

BEWARE THE CLAWS OF...  
**THE CAT!**  
COMING SOON FROM MARVEL...  
WHO ELSE?

## THE MIGHTY MARVEL CHECKLIST A Sizzling Selection of Gargantuan Goodies NOW ON SALE!

**FANTASTIC FOUR #127:** The ever-lovin' blue-eyed Thing fights alone! And — some of the most mind-staggering John Buscema artwork yet! Miss it not!

**SPIDER-MAN #113:** Doc Ock is back! Plus — everybody's favorite wall-crawler, trapped in the middle of the biggest Gang War this side of "The Godfather"!

**INCREDIBLE HULK #156:** It's Hulk vs. Hulk — to the death! But one of our green-skinned goliaths has the brain of — Bruce Banner! An instant smash!

**JOURNEY INTO MYSTERY #1:** Marvel's newest voyage into the World of the Weird! And with titles like "Dig Me No Grave!" — "Housel!" — and "More Than Blood!" — how can any ghostly-tales aficionado go wrong?

**THE GUNHAWKS #1:** Reno Smith and Kid Cassidy — black man and white man, pitted against every owlhoot gun in the wild and woolly West!

**CONAN THE BARBARIAN #19:** Barry Smith returns as artist of the most widely-heralded comic-mag of all! And the story ain't bad, either!

**FEAR #10:** In his own series at last! The macabre Man-Thing — perhaps the most monstrous "hero" ever! Script by Conway — art by Gray Morrow!

Plus, these wondrous winners —

**THOR #204** (Mephisto returns!) — **AVENGERS #104** — **CAPT. AMERICA & THE FALCON #154** — **HERO FOR HIRE #3** (with the man called Mace!) — **DARE-DEVIL #92** — **SUB-MARINER #54** — **IRON MAN #51** — **JUNGLE ACTION #1** (a sleeper!) — **ASTONISHING TALES #14** (Ka-Zar goes to town!) — **WARLOCK #2** — **DOC SAVAGE #1** (remember it?) — **DEFENDERS #2** (co-starring the Silver Surfer!) — **SPOOF #2** — **MARVEL SPOTLIGHT #6** (The Ghost Rider lives — or does he?) — **COMBAT KELLY #3** — and enough other assorted condiments and comix to keep you busy till next time!

Collect 'em all, hear?

## THE LATEST—THE GREATEST—FROM MIGHTY MARVEL!



**FAMOUS NAME**

WAY



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## Now revealed—the "2 Hour" method to SUPER SPEED KARATE



WALLACE W. NEUMANN

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defenses in which you have your hands and feet in a position of attack. When you know how to use KARATE you will not be afraid of anyone. When you know how to use KARATE you will not be afraid of anyone. When you know how to use KARATE you will not be afraid of anyone.

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Train now at home in spare time for 1000's high pay prestige positions open to Accountants. Or, open your own accounting practice. As an Accountant you'll do important work—get important pay! Accountants move up fast in business... more corporation presidents get their start in Accounting than in any other field. As an Accountant you'll be an "insider" on your company's management team... the confidential data you develop will be essential to making corporate decisions and handling daily affairs.

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**Factory Close-out!**  
**ELECTRIC GUITAR & AMP \$15.95**  
Once in a lifetime bargain! Beautiful 1/2 size solid body guitar. Single pickup volume & tone control. PLUS solid state transistor amp. FREE! No use nylon carry bag. A \$20.95 value for ONLY \$15.95, while they last!  
QUINTAS, Dept. MCA  
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Tired of being called "short"? Long those little bits on any part of your body and add inches to your height. The LITTLE HEIGHT INCREASE is the only product that can increase your height by 2 inches. The LITTLE HEIGHT INCREASE is the only product that can increase your height by 2 inches. The LITTLE HEIGHT INCREASE is the only product that can increase your height by 2 inches.

**SEND NO MONEY! Free 10 Day Trial!**  
Just send name and address. Pay nothing on delivery. Only \$1.00 plus postage and tax of LITTLE HEIGHT INCREASE. After 10 days if you don't like it, send back the product and we'll refund your money. No questions asked.

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Let's show you how to get your songs published. Let's show you how to get your songs published. Let's show you how to get your songs published.

**HOME-IMPORT BUSINESS-Make Big Profits**  
Me-Whom, now Drop Ship Plan offers fast profits without product investment! Deal direct with overseas sources. Buy small quantities. Prices shown include d.t.y. & postage. Full or spare time. FREE LOWER PLAN, adults only state age. WELLINGER, 6100 Vanet, Dept. F 1329, Woodland Hills, CA 91364

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**\$1.00 EACH COLORFAST**

**CLOTH EMBLEMS**  
Also 3 1/2" x 5" U.S. Shield, 3" x 5" Smiles, Peace With Honor, 3" x 5" 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 00. Can be Assorted—\$2.50 for Handling.  
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Box 40221, Chicago, Illinois 60640

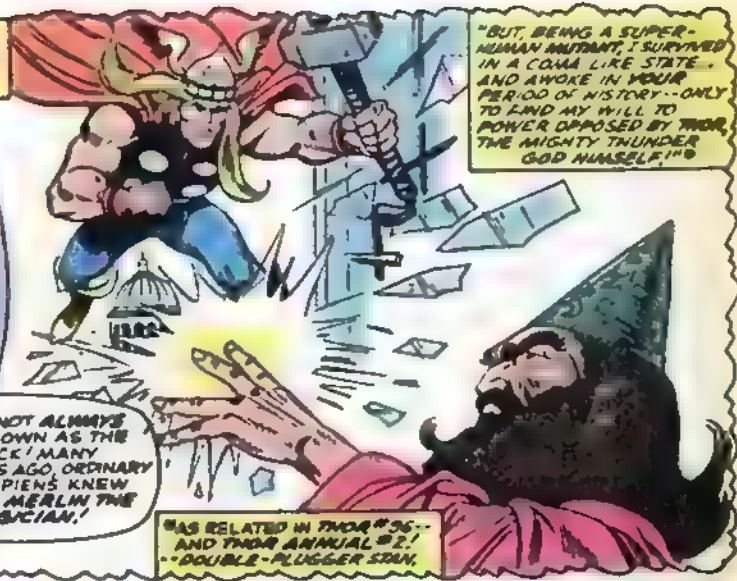
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"Largest stock in the U.S."

**SEND 50¢ FOR COMPLETE LIST**  
**DAVID T. ALEXANDER**  
Box 2921, Hollywood, Co. 90028

THEN, INSIDE HIS STRANGE UNDERGROUND STRONGHOLD, THE SUPREMACY-CONFIDENT WARLOCK UNVEILS MORE OF HIS MASTER PLAN...



I HAVE NOT ALWAYS BEEN KNOWN AS THE WARLOCK! MANY CENTURIES AGO, ORDINARY HOMO SAPIENS KNEW ME AS... MERLIN THE MAGICIAN!



"BUT, BEING A SUPER-HUMAN MUTANT, I SURVIVED IN A COMA-LIKE STATE AND AWOKE IN YOUR PERIOD OF HISTORY... ONLY TO FIND MY WILL TO POWER OPPOSED BY THE MIGHTY THUNDER GOD HIMSELF!"

"AS RELATED IN THOR #36-- AND THOR ANNUAL #2! --DOUBLE-PLUGGER STAY!"

"FINALLY, HOWEVER, THE IMMORTAL AVENGER TRICKED ME INTO RETURNING TO MY CRYPT IN A NEW YORK MUSEUM--WHERE I WAS TO SLEEP FOR YET ANOTHER MILLENNIUM..."

LOOK! THE BODY OF MERLIN! IT'S RETURNED!

BUT-- NOW?

THERE ARE SOME THINGS--WHICH SCIENCE CANNOT EXPLAIN!



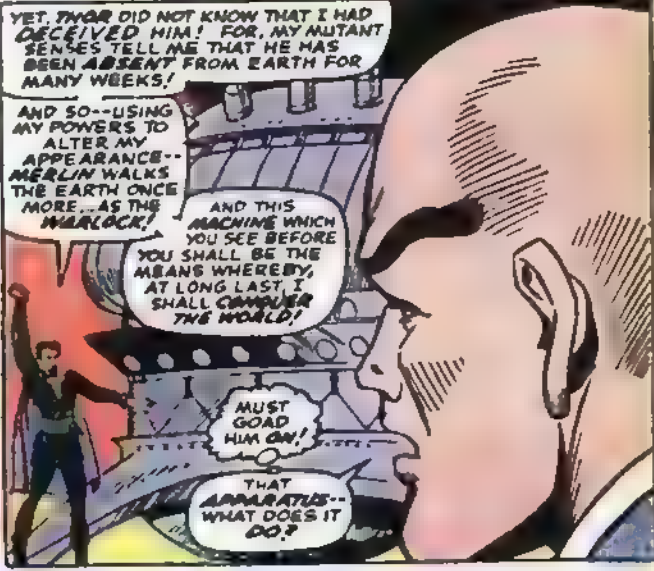
YET, THOR DID NOT KNOW THAT I HAD DECEIVED HIM! FOR, MY MUTANT SENSES TELL ME THAT HE HAS BEEN ABSENT FROM EARTH FOR MANY WEEKS!

AND SO--USING MY POWERS TO ALTER MY APPEARANCE--MERLIN WALKS THE EARTH ONCE MORE--AS THE WARLOCK!

AND THIS MACHINE WHICH YOU SEE BEFORE YOU SHALL BE THE MEANS WHEREBY, AT LONG LAST, I SHALL CONQUER THE WORLD!

MUST GOAD HIM ON!

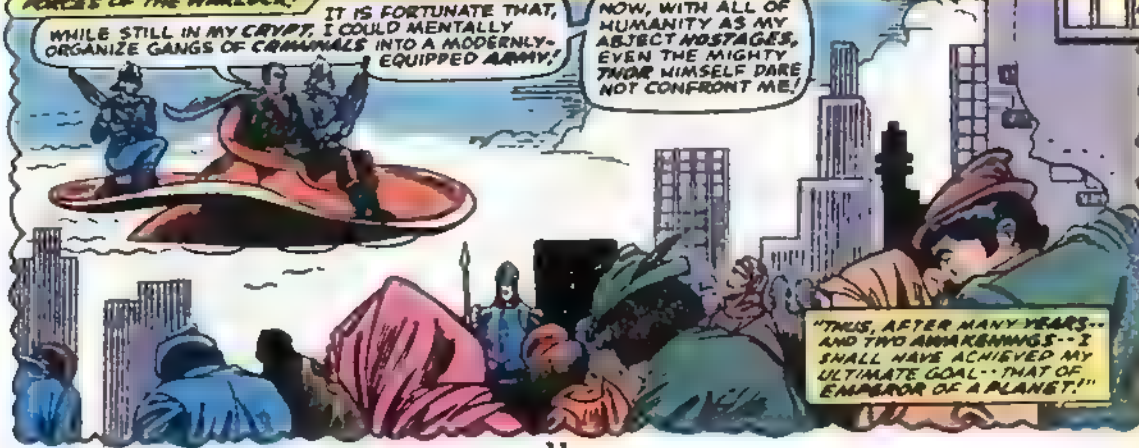
THAT APPARATUS--WHAT DOES IT DO?



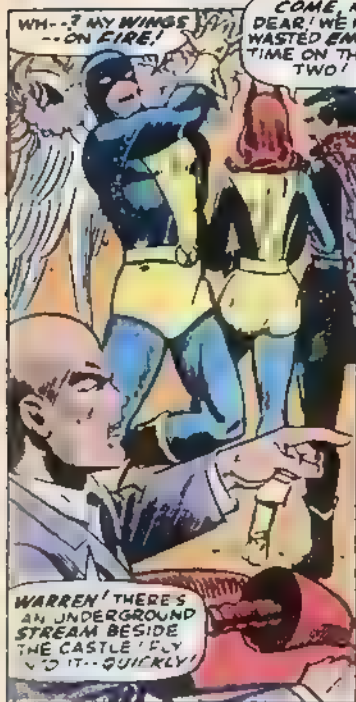
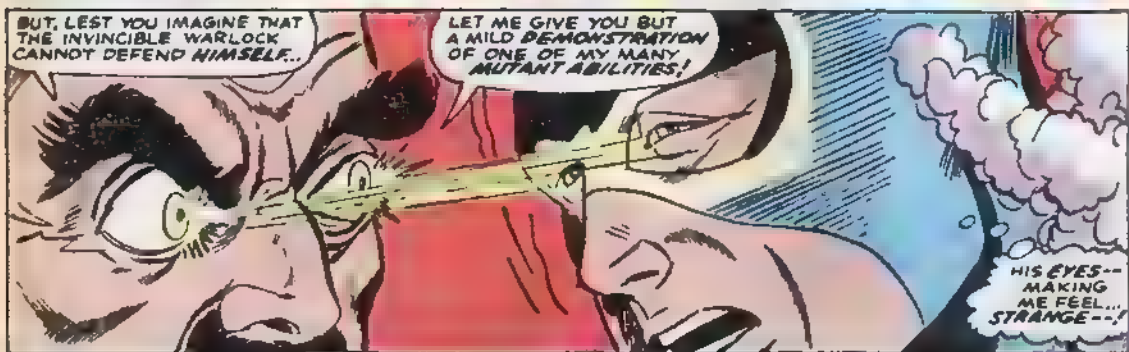
"THIS 'APPARATUS' IS THE SUPREME INVENTION OF MY MUTANT GENIUS! POWERED BY MY OWN POWERFUL BRAIN, IT WILL TURN THE MINDS OF MERE MORTALS BACKWARD--TO THE LEVEL OF MANKIND AT THE TIME OF KING ARTHUR! THEN, THEY SHALL NOT HAVE THE SCIENTIFIC WEAPONS OR SKILL TO OPPOSE THE FORCES OF THE WARLOCK!"

IT IS FORTUNATE THAT, WHILE STILL IN MY CRYPT, I COULD MENTALLY ORGANIZE GANGS OF CRIMINALS INTO A MODERNLY-EQUIPPED ARMY!

NOW, WITH ALL OF HUMANITY AS MY ABJECT HOSTAGES, EVEN THE MIGHTY THOR HIMSELF DARE NOT CONFRONT ME!



"THUS, AFTER MANY YEARS--AND TWO AWAKENINGS--I SHALL HAVE ACHIEVED MY ULTIMATE GOAL--THAT OF EMPEROR OF A PLANET!"



Send For Free Information On How  
**YOU, TOO, CAN OWN  
A POWER-PACK BODY**  
Like These Weider Pupils  
and Champions!



**LARRY SCOTT**  
"MR. AMERICA"  
"MR. UNIVERSE"

Height—5' 10" Weight—215 lbs. and has a pair of  
arms that are 17" around. He is considered one of the  
most powerful bodies ever. Yet he was 2' 10"  
tall and 140 lbs. when he started his career.  
How did he happen to you?



**FREDDY ORTIZ**  
"MR. AMERICA"  
"MR. UNIVERSE"

Height—5' 5" Weight—185 lbs. He  
is considered one of the most powerful men in  
the world. Yet he was a 145 lb. skinny weak  
ling when he started his career. Why Not You?



**RICKY WAYNE**  
"MR. EUROPE"  
"MR. UNIVERSE"

Height—5' 10" Weight—215 lbs. He  
is considered one of the most powerful men in  
the world. Yet he was a 145 lb. skinny weak  
ling when he started his career. Why Not You?



**CHUCK SIPES**  
"MR. AMERICA"  
"MR. UNIVERSE"

Height—5' 10" Weight—215 lbs. He  
is considered one of the most powerful men in  
the world. Yet he was a 145 lb. skinny weak  
ling when he started his career. Why Not You?

Weider-Pupil  
**DAVE DRAPER**  
"MR. AMERICA"  
"MR. UNIVERSE"

Winner, and movie-TV star—Dave stands 6' 2",  
weighs 225 lbs. and owns the largest arms in  
the world—21" upper-arm, 17" lower-arm! Yet  
he was fat and sappy before mailing the  
coupon! But Why Wait? Rush!



## FREE! MUSCLE COURSE THAT CAN ADD 3 INCHES TO YOUR ARMS FAST! ...AND MAKE YOU INTO AN ATHLETIC VIRILE HE-MAN!!

In half the time, with twice the ease, in the  
privacy of your own room, in just a few minutes  
a day, I will, through my "TRIPLE PROGRES-  
SION COURSE" that I want to send you FREE,  
guarantee that virtually overnight, you will ex-  
perience a muscle-building miracle! Before your  
eyes you'll snap on inches of steel hard muscles  
to your pipe-stem arms, pack your chest with  
power and size, give yourself life-guard shoul-  
ders, dynamic, speedy, athletic legs. Add jet-  
charged strength to every muscle in your body.  
I don't care if, today, you own the scraggiest,  
flabbiest, skinniest or funniest-looking body,  
whether you're tall or short, young or not-so-  
young, skinny or fat, office-worker, laborer,  
school-boy or businessman, I must make a new,

virile he-man out of you—with handsome mus-  
cles bursting out a-fair over! They will ripple with  
power, vibrate with energy! And for the first time  
in your life, men will envy your body—women  
admire it, because at last you will own a body  
that brings you fame instead of shame! What I  
did for Dave Draper "Mr. Universe" winner, and  
for hundreds of other champions since 1936, I  
am ready to do for you! A-C-T-I-O-N is the key to  
strength! Fill out the coupon below NOW! Rush  
it to me—and in hours, with no charge to you—  
at my own expense, you too, like Dave Draper  
did, will start putting an end to your weakness!  
You have nothing to lose but your weakness!  
ACT NOW!—SUPPLY IS LIMITED!

## THIS GIANT 32 PAGE COURSE

WRITE TO: **JOE WEIDER** Dept. 43-82G

TRAINER OF CHAMPIONS SINCE 1936,  
23 Maple Street  
Norwood, N.J. 07648

Dear Joe: Shoot the works! I am saying YES to becoming a  
New Man! Rush me your free Muscle-Building Information  
which I can use right now at home to build a handsome and  
useful body.

I enclose only \$2a to cover the cost of handling  
and mailing. I am under no further obligation.

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

CITY \_\_\_\_\_ STATE \_\_\_\_\_

ZIP CODE \_\_\_\_\_ AGE \_\_\_\_\_

(Please print clearly)

I have ☒ where I need more muscles

I Want: ☐ Bigger Arms ☐ Larger Neck ☐ Deeper Chest  
☐ Trim Waist ☐ Athletic Legs ☐ Added Weight  
☐ Broader Shoulders ☐ More Endurance and Power

**JOE WEIDER**  
Personal trainer of "Mr.  
America," "Mr. Universe"  
"Mr. Canada" perfect men  
— 11 winners since 1936 —  
and over 2,000,000 success-  
ful pupils the world over!



MAIL COUPON TODAY! NO OBLIGATION! NOTHING TO BUY!

THEN, AS ANGEL ZOOMS BACK TO REJOIN HIS MENTOR, THE ANSWER BEGINS TO PRESENT ITSELF...

IT MUST BE! HE FEIGNS HELPLESSNESS SO THE WARLOCK WON'T KEEP CLOSE TABS ON HIM!

AND, IT LOOKS LIKE IT WORKED!

SIR--WHAT ARE YOU--?

QUIET, WARREN! I MUST CONCENTRATE FULLY! I MAY HAVE ONLY SECONDS--

AND, INDEED, AT THAT PRECISE INSTANT, A SHORT DISTANCE AWAY...

MY SUBCONSCIOUS MENTAL CONTACT WITH XAVIER HAS BEEN BROKEN! I MUST LEARN WHY--AT ONCE!

PLEASE EXCUSE ME, MY DEAR!

OF COURSE, WARLOCK!

I SHALL TAKE NO CHANCES! I SHALL IMMOBILIZE THE FEMALE--UNTIL I RETURN!

THERE! NOW TO DEAL WITH THE GOOD PROFESSOR!

UNFORTUNATELY, MY SELF-TELEPORTATION POWER IS NOT YET RESTORED TO ITS PEAK!

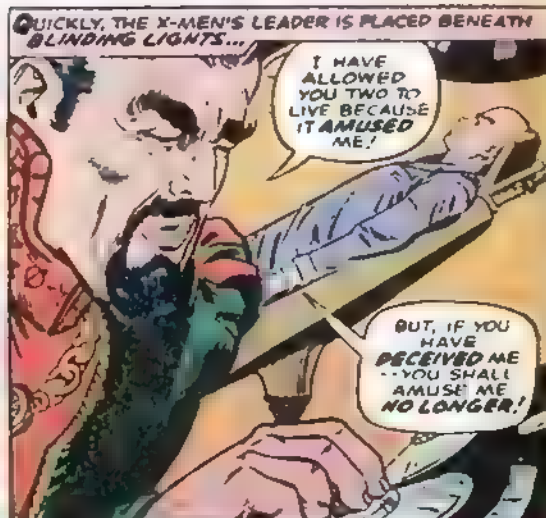
BUT, SOON IT SHALL BE! AND, IN THE MEANTIME, I CAN YET USE IT TO TRAVERSE SHORT DISTANCES...

THE NEXT MOMENT, THE MUTANT WHO WAS MERLIN RE-MATERIALIZES IN A NEARBY CHAMBER, WHERE...

WHAT HAS OCCURRED HERE? PROFESSOR XAVIER--WHAT HAS HAPPENED TO HIM?

I JUST RETURNED--AND FOUND HIM LIKE THIS! HE MUST HAVE FALLEN--AND STRUCK HIS HEAD!

GOT TO SOUND CONVINCING! I'M NOT QUITE SURE WHAT THE PROFESSOR'S UP TO-- BUT, IF HE CAN'T STOP WARLOCK, NO ONE CAN!



# Start a great new life of service and adventure in Conservation Country!



These patches represent outdoor careers for which the National School trains you, not the official patches of any State, Federal or private conservation service.



## We'll train you in your spare time for an exciting Outdoor Career

Thousands of jobs will be opening up in wildlife management, parks and outdoor recreation, forestry, etc.

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You only live once... make it a life of adventure.

The man who wears the insignia of a forestry, conservation, wildlife or park agency is a man of action called upon to rescue people in danger... to enforce our laws and protect our wildlife... to direct citizens in time of emergencies... even lead fire fighting crews. What's more, the conservationist has the satisfaction of knowing that he is serving his country, safeguarding her forests, parks, ranges and wildlife. Future generations will be grateful to him for preserving the natural beauty of our American heritage.

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There are few careers that offer a man such exciting challenges—and such rich rewards. But a career like this can be yours—even with no experience or college if you train now. Get on the fast track. Mail the coupon for your Free Career Guidebook. There's no obligation and no salesman will call on you. National School of Conservation, 1129 20th Street N.W., Washington, D.C. 20036.

"Thank you for your great course. I highly recommend your school to anyone interested in the field of conservation. I have taken the Civil Service test for Conservation Inspector for the state of Illinois and received an A for my final grade."  
—George E. Wood, Illinois.

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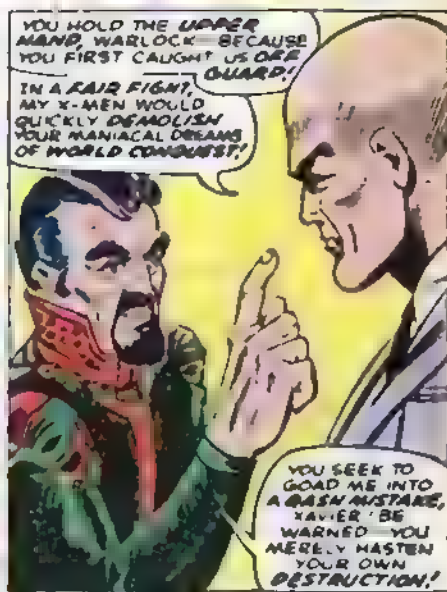
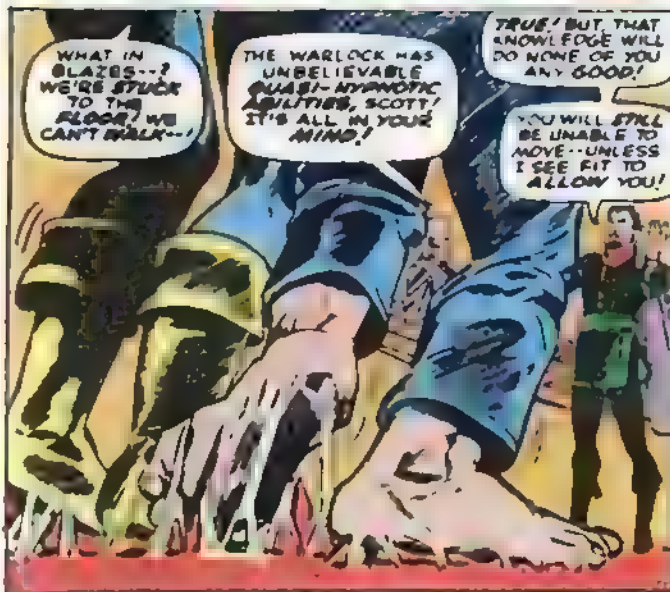


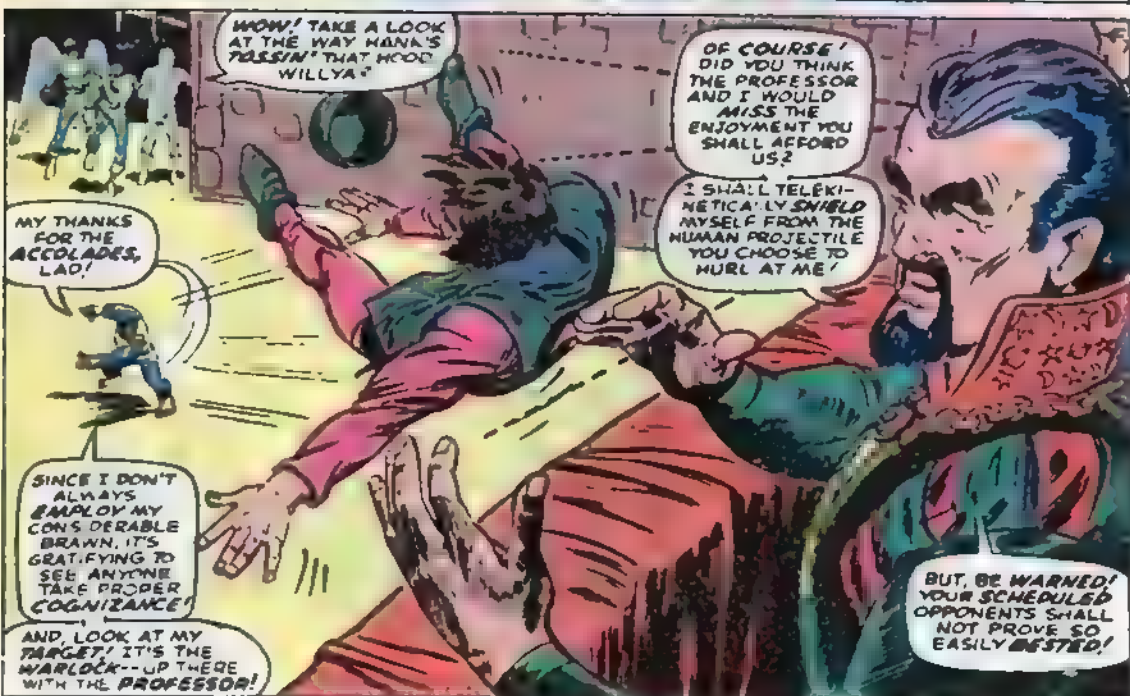
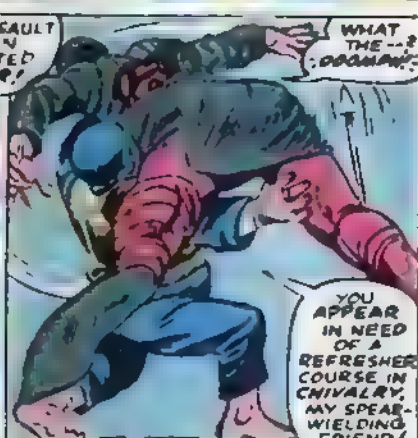
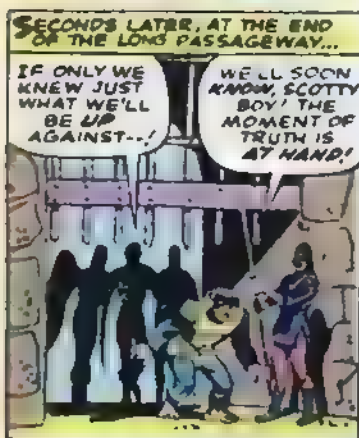
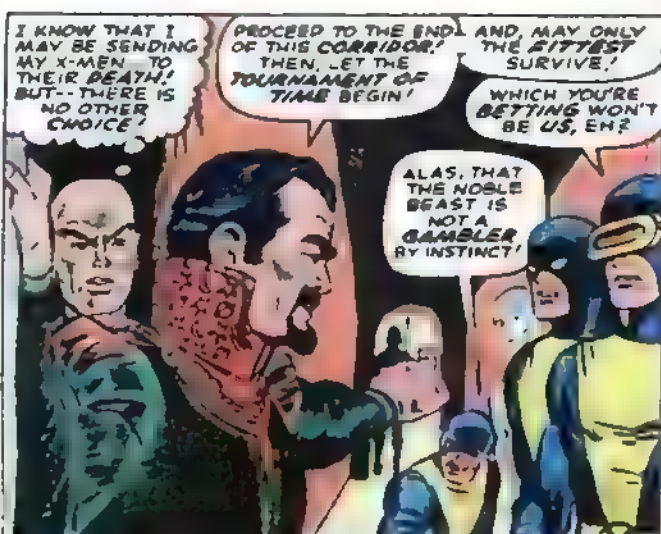
### National School of Conservation,

Dept. 42178  
1129 20th St., N.W., Washington, D.C. 20036

Without cost or obligation, please rush me the complete CONSERVATION CAREER KIT—FREE! This kit includes complete details on how I can qualify at home, in my spare time for an exciting career in the great outdoors. No salesman will call.

Print Name \_\_\_\_\_ Age \_\_\_\_\_  
Address \_\_\_\_\_  
City \_\_\_\_\_  
State \_\_\_\_\_ Zip \_\_\_\_\_

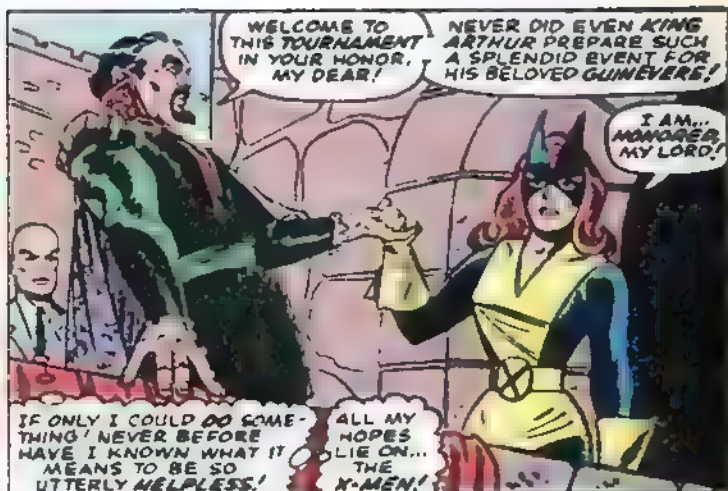






WE SHALL PROCEED WITH THE TOURNAMENT IN A FEW MOMENTS! BUT NOW, IT IS MY PLEASURE TO INTRODUCE TO YOU MY FUTURE QUEEN--

SHE WHO SHALL SOON BE THE FIRST MUTANT EMPRESS OF THE EARTH!



WELCOME TO THIS TOURNAMENT IN YOUR HONOR, MY DEAR!

NEVER DID EVEN KING ARTHUR PREPARE SUCH A SPLENDID EVENT FOR HIS BELOVED GUINEVERE!

I AM... ~~MONARCH~~ MY LORD!

IF ONLY I COULD DO SOMETHING! NEVER BEFORE HAVE I KNOWN WHAT IT MEANS TO BE SO UTTERLY HELPLESS!

ALL MY HOPES LIE ON... THE X-MEN!



NOT JUST YET, BOBBY! BUT, I'M GETTING AN IDEA! FOLLOW MY LEAD!

ISN'T THERE SOME WAY WE CAN RUSH THAT CREEP?

LISTEN! THAT THUNDERING SOUND BEHIND US--!



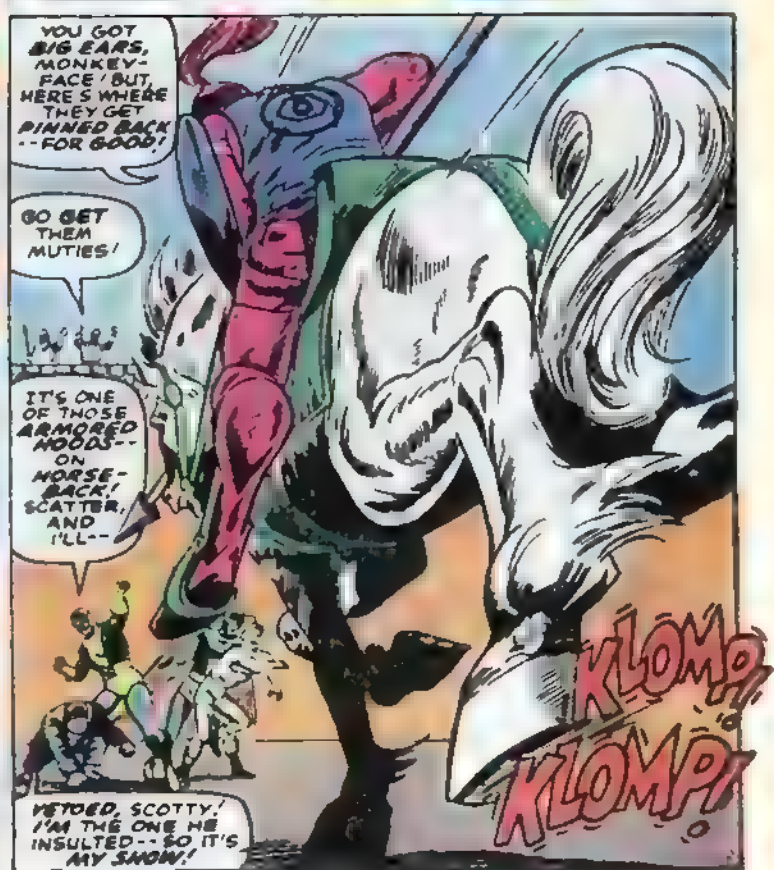
HE MUST MEAN... JEAN! HE KNOWS WE CAN'T ATTACK HIM, FOR FEAR OF HURTING HER OR THE PROFESSOR!

AND YET, WHEN THE TIME COMES, WE MAY BE FORCED TO TURN OUR POWERS ON HIM--NO MATTER WHAT THE CONSEQUENCES!

YOU TALK AS IF YOU DON'T CARE WHAT HAPPENS TO JEANIE, CYKE!

IF ONLY WARREN KNEW HOW MUCH I CARE ABOUT JEAN--THAT SHE'S THE GIRL I... LOVE!

I ONLY PRAY I DON'T HAVE TO CHOOSE BETWEEN HER FATE--AND THAT OF A PLANET!



YOU GOT BIG EARS, MONKEY--FACE BUT, HERE'S WHERE THEY GET PINNED BACK--FOR GOOD!

GO GET THEM MUTIES!

IT'S ONE OF THOSE ARMORED HOODS--ON HORSE-BACK! SCATTER, AND I'LL--

YETTED, SCOTTY! I'M THE ONE HE INSULTED--SO IT'S MY SHOW!

KLOMP!  
KLOMP!

# Get BOTH Sell GRIT

## SPENDING MONEY and PRIZES

"America's Greatest  
Family Newspaper"

in a few hours of your spare time every week  
30,000 boys, 12 or older,

Now selling GRIT—many **MAKE \$1.10 56 WEEK**

GRIT  
sells for  
20c  
YOU'LL  
MAKE

**7c**

on every  
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Sports Equipment, Camera,  
Radio, Watch, Camping  
Equipment, Models, Bike  
Equipment, Swim Fins,  
Masks, and many others.

### It's Fun—It's Easy

GRIT is the popular publication in more  
than 1,200,000 homes each week. Folks in  
your neighborhood will like it too so you  
can build a big profitable sale quickly.

Besides the money you make and the  
prizes you'll win—having a GRIT business  
will give you valuable business experience  
of life-long value to you.

GRIT will help you get started—send your  
papers and selling suggestions. You pay  
only for the papers you sell until you know  
how many to order.

### Grab This Opportunity,

Papers sent only to boys in Continental U. S.



Print Name and Address Below

If You  
Are a  
Boy  
12 or Older

GRIT PUBLISHING CO., Williamsport, Pa. 17701 MC 82

Send my first bundle of papers, selling helps and prize offers.

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Are You a Boy? ..... Age ..... Date Born ..... Year .....

In Care of .....

Street and No. .... R. F. D. ....

Post Office ..... State .....

Zip Code No. ....

**MAIL  
THIS  
TODAY**

In an envelope

Print Your  
Last Name  
Plainly Here

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# "SURPRISE" \$1 COIN PACKET



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to 100 years old GUARANTEED  
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value and packaged ready to  
go! Many packets may contain  
some worth much more!

These packets were put together from huge collections started  
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- 1914-D 1c
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- Liberty 25c
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Thousands packed, ready to mail 'grab-bag' style. Send your  
\$1 today. You may find:

- GOLD COINS!
- RARE COINS!
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- SILVER CROWNS!



### SPECIAL!

Guaranteed \$6 worth for only \$5  
Guaranteed \$12 worth for only \$10



HOBBY COIN CO. Dept. A A  
Box 5177, Sherman Oaks, Cal. 91413

Rush me your SURPRISE packet. I enclose (\$1) (\$5) (\$10)  
which is refundable if I am not completely satisfied:

Name .....

Address .....

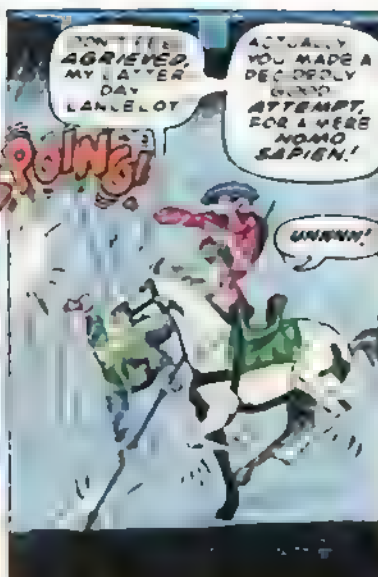
City ..... State ..... Zip .....



ALTHOUGH IT SEEMS A BIT UNGALLANT FOR THE AGILE BEAST TO FLEE A Foe ARMED ONLY WITH A LANCE! I--

UH OH! I STAND CORRECTED!

YOU KNOW IT MATE THIS SPEAR IS REALLY A PORTABLE LASER! WHEN I MISSED!



YOU'VE AGRIEVED, MY LATTER DAY LANCELOT

ACTUALLY YOU MADE A DECOROLY GOOD ATTEMPT, FOR A WERE NOMO SAPIEN!

UNNN!



HOWEVER, REMEMBER THE PLAY TIDE THAT A WEAPON MAY BE TURNED AGAINST ITS WIELDER!

BEE-YONG!

HMM! HE MUST HAVE AN AVERSION TO A PHORISMS!

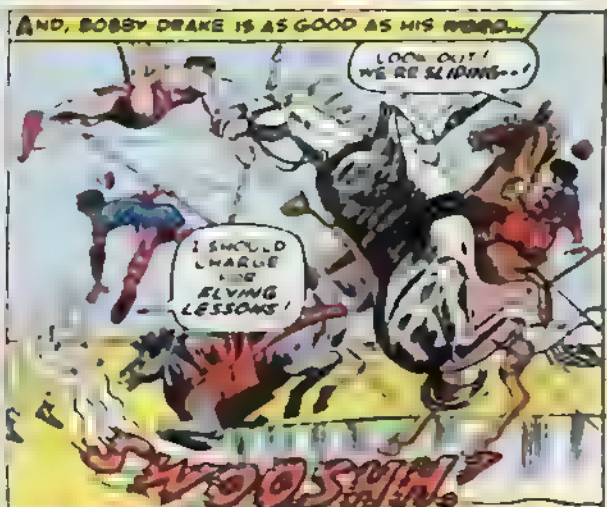


NOW I SHALL DEMONSTRATE MY VIGILANT VERSATILITY BY CONTINUING THE BATTLE IN A SLIGHTLY MORE EQUESTRIAN MANNER

BUT THE WARLOCK SEEMS TO HAVE OTHER IDEAS. HE'S SUMA,ED THREE HORSEMEN TO ATTA-- AND THOSE BOWMEN HAVE THEIR SHAFTS AT THE READY!

I'LL TAKE CARE OF THE ARCHERS! I'VE AN IDEA FOR THE HORSEMEN!

HAS THE BEAST GOT A BIG TOE? JUST WATCH ME CYRE



AND, BOBBY DRAKE IS AS GOOD AS HIS WORD...

LOOK OUT! WE'RE SLIDING--!

I SHOULD CHARGE THE FLYING LESSONS!



KRAK!

GOOD DOING, MR. DRAKE AND THAT TEMPORARY DIS-POSSESSE THOSE WOULD BE SHARP-SHOOTERS!

WELL OF THE WARLOCK'S HANDS WERE STATIONED ON THAT EDUE CYRE!

THAT SHOULD END THIS NUTTY TOURNAMENT!



I TEND TO CONCUR,  
MY BIRD-LIKE BUDDY!  
AND, AS THEY SAY--  
TO THE VICTORS  
BELONG THE SPOILS!

OR, TO  
SPEAK  
LESS  
METAPHOR-  
ICALLY, THE  
BASHFUL  
BEAST HERE-  
WITH CLAIMS  
A CONGRATU-  
LATORY KISS  
FROM THE  
LADY OF THE  
TOURNAMENT--



NAMELY, THE PULCHRITUDINOUS  
MARVEL GIRL!

HMMM... JUDGING BY YOUR  
SCOWLING COUNTENANCE,  
WARLOCK, I'D WAGER  
YOU DON'T INTEND TO  
ACCEPT DEFEAT  
GRACEFULLY!

DEFEAT? DO  
YOU THINK  
I CAN BE  
BESTED  
BY MERE  
STRAPLINGS?

SOMEHOW... I  
SENSE I SHOULD  
DO SOMETHING!  
BUT... MY MIND  
SEEMS SO...  
TIRED!



WHAP!  
N. -OOOOOF!-

THOUGH YOU BE A MUTANT  
LIKE MYSELF--YOU CANNOT  
STAND AGAINST MY  
TELEKINETIC FORCE BOLTS!

THIS POWER OF MINE PARALLELS  
THAT OF MARVEL GIRL--BUT  
IS DEVELOPED TO AN INFINITELY  
GREATER DEGREE!

THE  
WARLOCK  
BLASTED  
NANK!  
HE'LL  
FALL--!



DON'T PUSH THE PANIC BUTTON, GROUP!  
YOU DON'T THINK THE ICEMAN WOULD  
LET HIS OL' BUDDY DOWN, DO YA?

VERY  
TOUCHING!  
BUT, I  
SHALL STILL  
DESTROY  
EACH OF  
YOU!

THEN, WE'VE  
GOT NOTHING  
TO LOSE BY  
ATTACKING  
--NOW!

RIGHT!  
EVERYBODY  
RUSH AT ONCE!  
THAT WAY, HE  
CAN'T TURN  
HIS BOLTS ON  
ALL OF US!

A SPECIAL BLOCKBUSTING  
**BONUS** FROM MIGHTY  
MARVEL: THE **ORIGINAL**  
**COVER** FOR THIS  
ISSUE'S TALE!





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Box 14-C, Brooklyn, New York 11238

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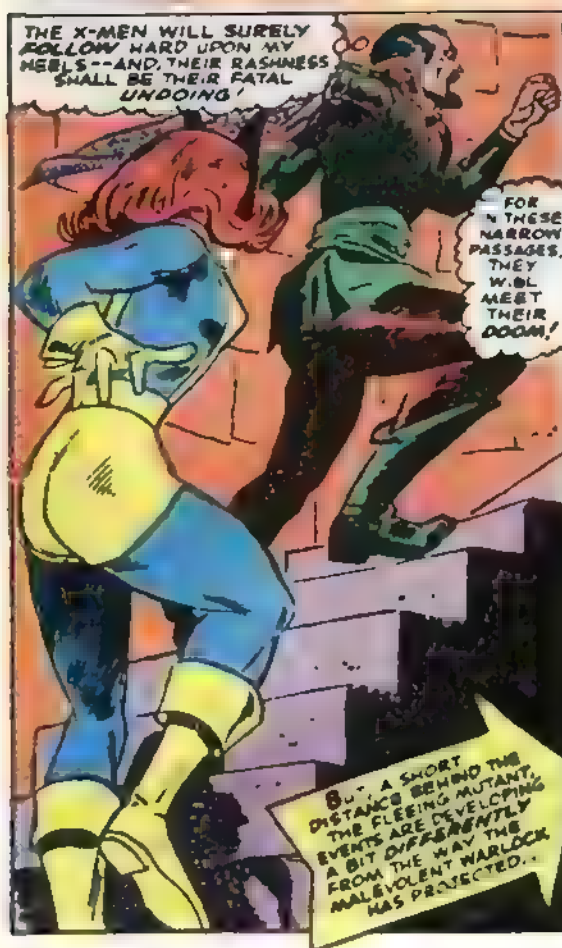
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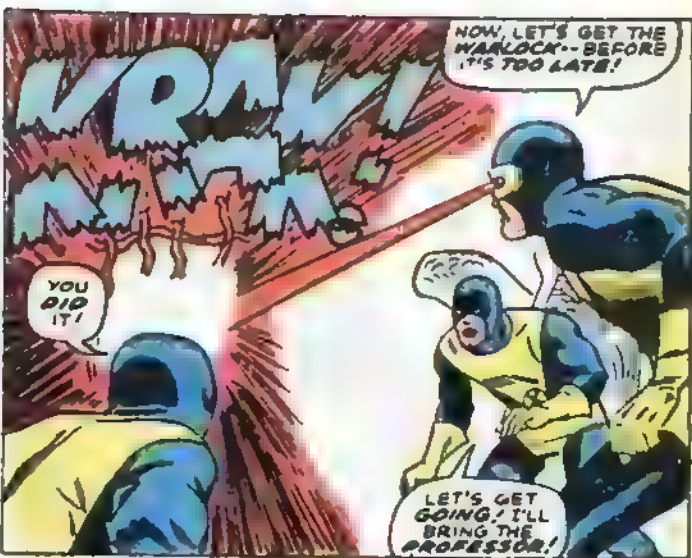


THEN, WITHOUT ANOTHER INSTANT'S DELAY, THE MOST POWERFUL X-MAN OF ALL GOES INTO ACTION...

THAT WOULD-BE WORLD-BEATER MADE HIS GREATEST MISTAKE WHEN HE DECIDED TO USE JEAN AS A HOSTAGE!



FOR NOTHING AND NO ONE WILL KEEP ME FROM THE GIRL I LOVE!



NOW, LET'S GET THE WARLOCK-- BEFORE IT'S TOO LATE!

YOU DID IT!

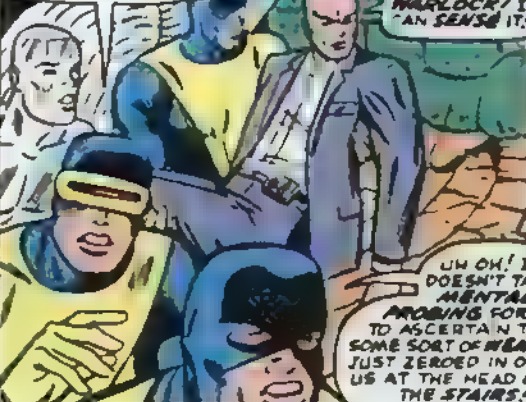
LET'S GET GOING! I'LL BRING THE PROFESSOR!

SECONDS LATER, AS THE ANXIOUS X-MEN RACE THRU THE LABYRINTHINE CORRIDORS OF THE ANACHRONISTIC CASTLE...

IT'S SO QUIET--SO FOREBODING! AS IF WE'RE BEING WATCHED!

PERHAPS WE ARE, SCOTT--AT LEAST MENTALLY!

WE ARE NEARING THE WARLOCK! I CAN SENSE IT!



UH OH! IT DOESN'T TAKE MENTAL PROBING FOR ME TO ASCERTAIN THAT SOME SORT OF BEARER JUST ZEROED IN ON US AT THE HEAD OF THE STAIRS!

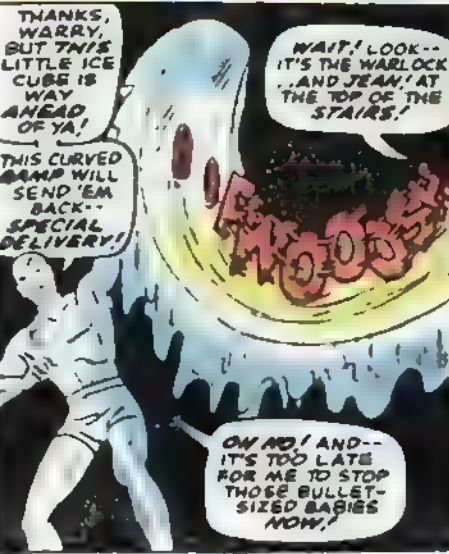
AND, ALMOST AS HANK MCCOY SPEAKS...

UNNN--! POCKET-SIZED PROJECTILES--!



AND PACKED WITH ECONOMY SIZE EXPLOSIVES, OR I MISS MY GUESS! LUCKILY, THEY DON'T MOVE AT TOO HIGH A SPEED!

HEADS UP, BOBBY! THEY'RE HEADING STRAIGHT AT YOU!



THANKS, WARRY, BUT THIS LITTLE ICE CUBE IS WAY AHEAD OF YA!

THIS CURVED RAMP WILL SEND 'EM BACK-- SPECIAL DELIVERY!

WAIT! LOOK-- IT'S THE WARLOCK... AND JEAN! AT THE TOP OF THE STAIRS!

OH NO! AND-- IT'S TOO LATE FOR ME TO STOP THOSE BULLET-SIZED BABIES NOW!

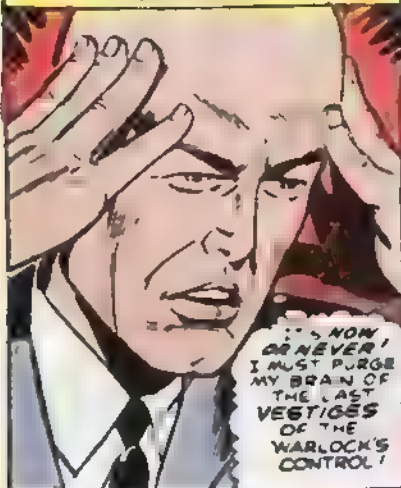


HAVE NO FEAR, MORTALS! MY FORCE FIELD WILL PROTECT MARVEL GIRL AND MYSELF! I MERELY RETURNED TO YOU WITH YOU!

AND TO LEAD YOU ON TO YOUR DEATHS!

THE X-MEN-- COULD HAVE BEEN KILLED! I MUST RESIST THE WARLOCK'S MENTAL SPELL! I MUST!

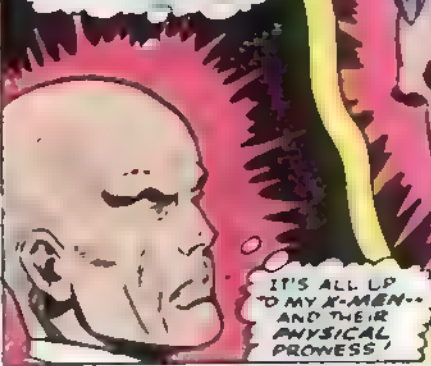
MEANWHILE, AS JEAN STRUGGLES TO FREE HER MIND, PROFESSOR X TESTS HIS OWN RESURGING ABILITIES...



...NOW OR NEVER! I MUST PURGE MY BRAIN OF THE LAST VESTIGES OF THE WARLOCK'S CONTROL!

AH--IT WORKED! MY POWERS HAVE RETURNED--AND NOW THAT I'M ON GUARD, WE CAN'T RE-ESTABLISH HIS WAY OVER MY MIND!

BUT NEITHER CAN I PENETRATE HIS OWN PSYCHIC SCREEN! WE'VE REACHED A STALEMATE!



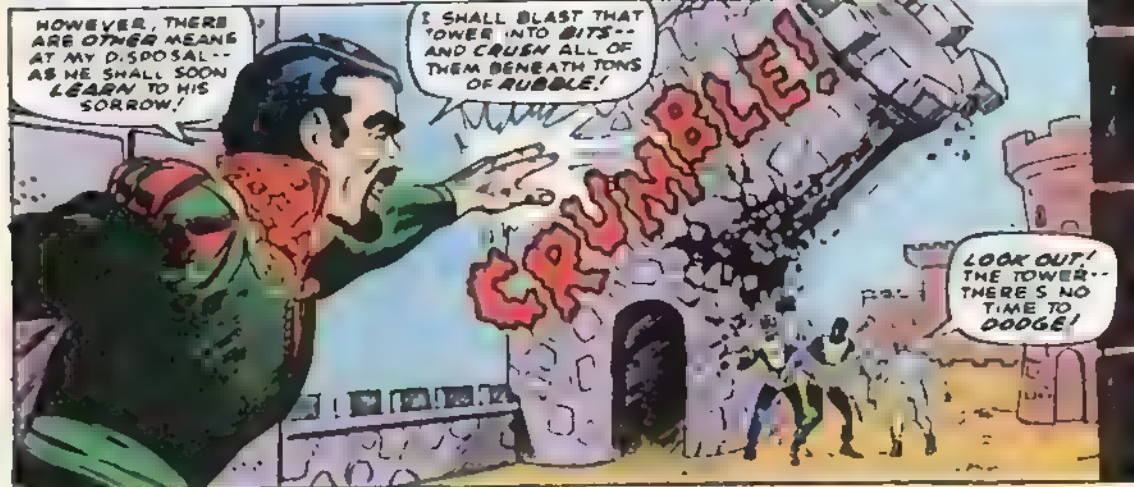
IT'S ALL UP TO MY X-MEN--AND THEIR PHYSICAL PROWESS!

SO...IT WOULD APPEAR THAT I UNDERESTIMATED THE PRODIGIOUS MENTALITY OF THE GOOD PROFESSOR!



HE IS NOW AS IMMUNE TO MY MUTANT POWERS AS I AM TO HIS!

HOWEVER, THERE ARE OTHER MEANS AT MY DISPOSAL--AS HE SHALL SOON LEARN TO HIS SORROW!



I SHALL BLAST THAT TOWER INTO BITS--AND CRUSH ALL OF THEM BENEATH TONS OF RUBBLE!

**CRUMBLE!**

LOOK OUT! THE TOWER--THERE'S NO TIME TO DODGE!

BUT THEN, WITH A HALF-SECOND TO SPARE...



WH--? SOME FORCE KNOCKED US OUT OF MARM'S WAY!

IT'S JEAN! SHE'S BROKEN THE WARLOCK'S HOLD ON HER, SOMEHOW--AND HURLED US TO SAFETY!

I ALWAYS DID LIKE THAT GAL!

THE FEELING IS MUTUAL, BOBBY!

WHEN I SAW THOSE DEADLY PROJECTILES ROCKETING TOWARDS YOU, I FINALLY CAME TO MY SENSES!

NOW, WE CAN TAKE ON THAT MURDEROUS MUTANT--TOGETHER!

**This  
valuable  
draftsman's  
equipment  
is given  
to you...**



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SO, EVEN YOU--WHO WOULD HAVE BEEN MY **QUEEN**--OPPOSE THE WILL OF THE WARLOCK! YOU ARE NOT WORTHY OF THE HONOR I BESTOWED UPON YOU!

THUS, I SHALL DISPOSE OF YOU--WITH A SINGLE LETHAL MENTAL BOLT!

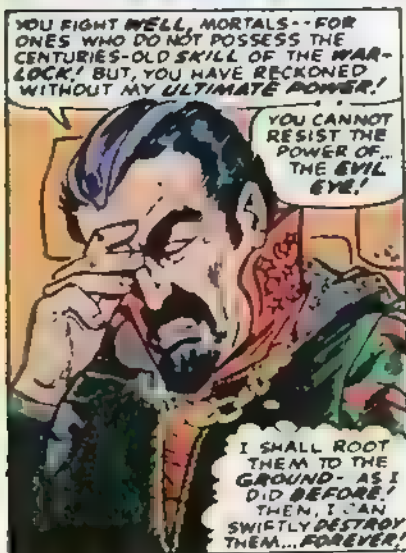
HIS POWER--IS TOO STRONG! CAN'T PROTECT MYSELF!



NOT SO FAST, WARLOCK! NOT EVEN A MUTANT CAN ATTACK AND DEFEND AT THE SAME TIME!

WE'VE GOT TO KEEP HIM OFF-BALANCE--SO HE CAN'T TURN HIS FULL POWERS AGAINST US!

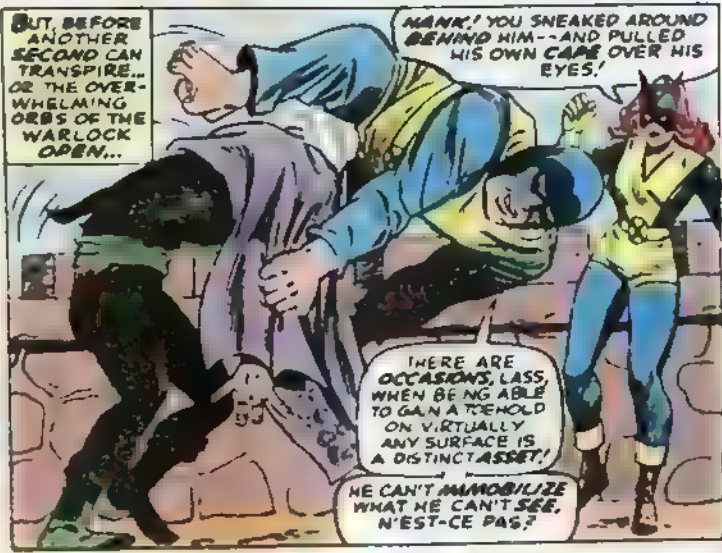
UNNNNN!!



YOU FIGHT WELL, MORTALS--FOR ONES WHO DO NOT POSSESS THE CENTURIES-OLD SKILL OF THE WARLOCK! BUT, YOU HAVE RECKONED WITHOUT MY ULTIMATE POWER!

YOU CANNOT RESIST THE POWER OF... THE EVIL EYE!

I SHALL ROOT THEM TO THE GROUND--AS I DID BEFORE! THEN, I CAN SWIFTLY DESTROY THEM...FOREVER!



HANK! YOU SNEAKED AROUND BEHIND HIM--AND PULLED HIS OWN CAPES OVER HIS EYES!

THERE ARE OCCASIONS, LASS, WHEN BEING ABLE TO GAIN A TOEHOLD ON VIRTUALLY ANY SURFACE IS A DISTINCT ASSET!

HE CAN'T IMMOBILIZE WHAT HE CAN'T SEE. N'EST-CE PAS?



EXCELLENT, HANK! NOW, WARREN, QUICKLY--CARRY ME TO THE WARLOCK AS FAST AS POSSIBLE!

EVERY FLEETING MOMENT COUNTS!

THIS IS CLOSE ENOUGH, ANGEL! THE MOMENT FOR ACTION IS--NOW!!

TEMPUS FUIGIT, WARREN, SIR! OUR CLOAKED CAPTIVE IS CONSIDERABLY STRONGER THAN IS APPARENT!

ONLY THE FACT THAT HE HAD BEEN OVER-TAKING H.S. POWERS ENABLES ME TO RESTRAIN HIM!



YOU'VE DONE IT, SIR! THE WARLOCK'S RESISTANCE HAS COMPLETELY STOPPED!

MUST USE U'MOST CONCENTRATION! CAN'T RELAX, FOR AN INSTANT!

HE'S OBVIOUSLY RETURNED TO HIS PREVIOUS COMATOSE STATE--AND, THIS TIME, I HOPE IT'S PERMANENT!

THEN, A FEW LOOSE ENDS ARE SWIFTLY KNOTTED BY BOBBY DRAKE...

THERE! THAT OUGHTTA KEEP THESE ARMOR-PLATED HOODS UNDER WRAPS TILL THE STATE POLICE GET HERE!

TO THINK-- THAT MUTANT MADMAN WANTED ME TO BE HIS QUEEN!

TALK ABOUT YOUR FATES WORSE THAN DEATH!

A MONUMENTAL VICTORY HAS BEEN WON HERE TODAY--FOR, WITHOUT THE POWERFUL BRAIN OF THE WARLOCK, HIS TIME-REVERSING MACHINE IS USELESS--AND THE WORLD OF HUMANS IS SAFE ONCE MORE!

BUT, WE CAN NEVER RELAX OUR VIGILANCE! FOR, THERE ARE OTHER EVIL MUTANTS--INCLUDING THOSE WHICH ARE UNDER THE DOMINATION OF... FACTOR THREE!

AND DON'T THINK YOU WON'T SEE MORE OF THAT BELLIGERENT BROTHERHOOD IN FUTURE ISSUES! --SO-BE-IT STAN.

THUS, AS AN UNWARY PLANET SLEEPS--LITTLE DREAMING OF THE DREAD DESTINY WHICH IT HAS SO NARROWLY ESCAPED--THE MOST UNIQUE FIGHTING TEAM OF ALL RETURNS TO THE WORLD OF *NOMO SAPIENS*...

THE IMPORTANT THING, THOUGH, IS THAT WE DID WIN--AND THE WARLOCK IS BACK IN THE CONDITION WHERE HE BELONGS!

YOU KNOW, I THINK WE JUST FINISHED SAVING THE WORLD--AND I'M STILL NOT EXACTLY SURE WHAT HAPPENED!

BUT, PROFESSOR, CAN WE EVER BE CERTAIN THAT, THIS TIME, MERLIN WILL SLEEP FOR A FULL MILLENNIUM?

IN LIFE, WARREN, NOTHING IS COMPLETELY CERTAIN! WE MUST EVER BE ALERT FOR NEW DANGERS --AND FOR OLD!

ALAS, IT SOMETIMES OCCURS TO ME THAT SUPER-HEROING IS NOT THE MOST TRANQUIL OF AVOCATIONS!

I CAN'T HELP WONDERING! SCOTT'S VOICE--HIS EVERY EXPRESSION--SEEMED SO TERRIBLY CONCERNED WHEN I WAS THE WARLOCK'S HOSTAGE!

COULD IT BE THAT HE DOES LOVE ME --BUT THAT, FOR SOME UNKNOWN REASON, HE'S NEVER TOLD ME?

NO MATTER WHAT NEW THREAT MAY ARISE--JEAN'S SAFE! AND, NOTHING IN THE WORLD MEANS MORE TO ME THAN THAT!

FEES!

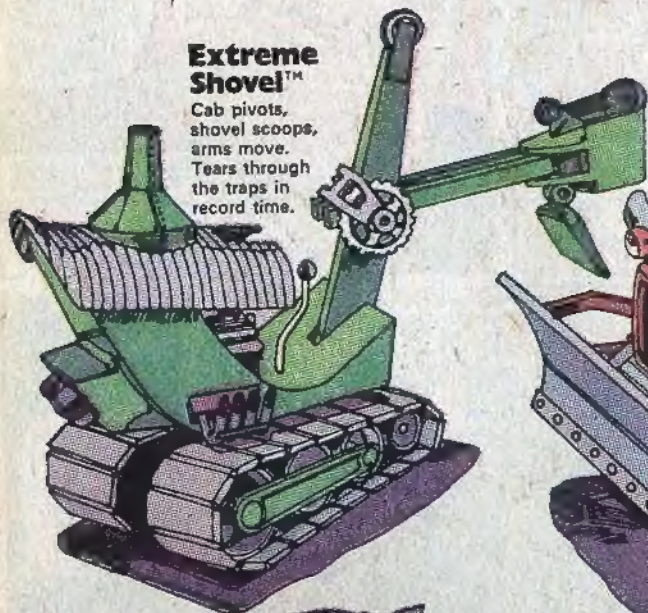
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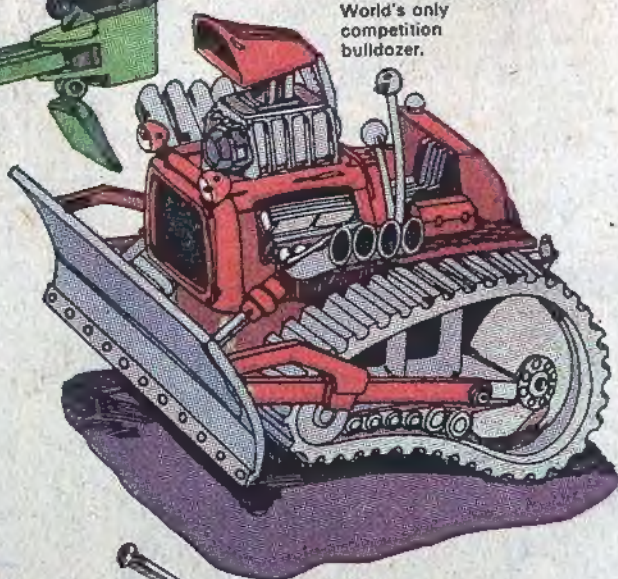
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arms move.  
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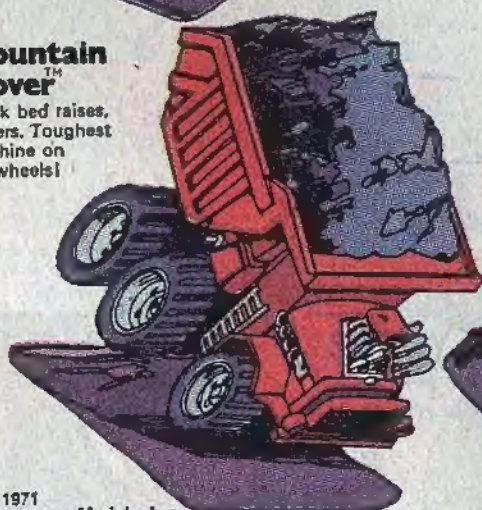
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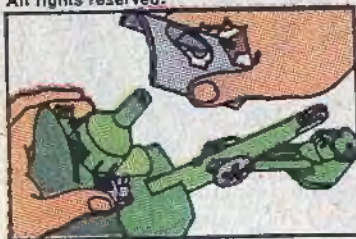


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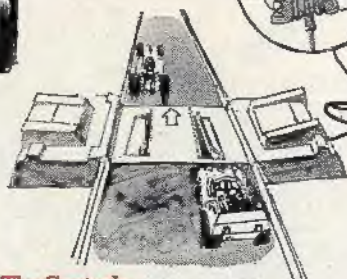
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**Class A: Racing** captures the thrills, spills, tension and drama of real auto racing. No slots—no lanes. Just wide-open racing.

**Class A: Racing**—you don't need batteries or electricity. It's so revolutionary, the model car racing field will never be the same again.

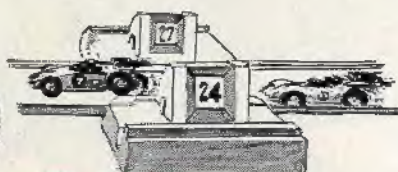


**The Turbo-Torque Cars.** Powered by the revolutionary Turbo-Torque™ "383" drive mechanism. They're mean-looking machines—and plenty rugged. They have to be to withstand the speed and shock of Class A competition.



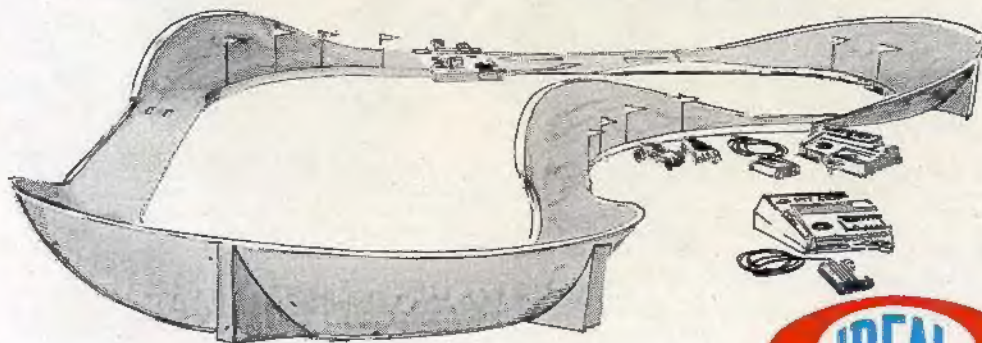
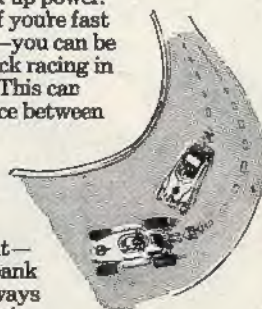
**The Pit Stop.** Class A Turbo-Torque cars don't run on batteries or electricity. They must make pit stops to pick up power. If you're fast—you can be back racing in 6 seconds. This can mean the difference between winning and losing.

**The Controls.** Pistol-grip hand controls call for split-second timing. Hit it right and your car will maintain maximum speed to pass, block, bump, tail-gate, side-swipe, even slip-stream.



**The Lap Counter.** Ticks off the remaining laps for each car. From 99 laps down to 0. At the finish of the race, a checkered flag pops-up signifying the winner.

**The Open Track.** No slots—no lanes—no dividers of any kind. Cars can pass left or right—anywhere on the track. High-bank curves and fast, flat straight-aways make Class A the most authentic racing track ever.



**Class A Open Track Racing—The Ideal Racing System.**

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